

**Rate Amendment for CLEC-to-CLEC Fiber Collocation
to the
Interconnection Agreement
between
Qwest Corporation
And
Eschelon Telecom of Utah, Inc.**

This Amendment ("Amendment") is to the Interconnection Agreement between Qwest Corporation ("Qwest"), a Colorado corporation, and Eschelon Telecom of Utah ("CLEC"), a Minnesota corporation; (collectively, the "Parties").

RECITALS

WHEREAS, the Parties entered into an Interconnection Agreement, for service in the State of Utah, that was approved by the Public Service Commission of Utah; and

WHEREAS, the Parties agree to amend the Agreement with the terms and conditions contained herein.

AGREEMENT

NOW THEREFORE, in consideration of the mutual terms, covenants and conditions contained in this Amendment and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. Amendment Terms

Exhibit A of the Agreement is hereby amended by adding the CLEC-to-CLEC fiber Collocation rates, as set forth in Exhibit A, attached hereto and incorporated herein. The Parties agree the rates in this document are for the limited purposes of this Amendment. CLEC and Qwest reserve their rights to assert different rates in other contexts.

2. Effective Date

This Amendment shall be deemed effective upon Commission approval; however, the Parties may agree to implement the provisions of this Amendment upon execution. To accommodate this need, CLEC must generate, if necessary, an updated Customer Questionnaire. In addition to the Questionnaire, all systems updates will need to be completed by Qwest. CLEC will be notified when all system changes have been made. Actual order processing may begin once these requirements have been met.

3. Further Amendments

Except as modified herein, the provisions of the Agreement shall remain in full force and effect. Except as provided in the Agreement, this Amendment may not be further amended or altered, and no waiver of any provision thereof shall be effective, except by written instrument executed by an authorized representative of both Parties.

4. Entire Agreement

CLEC-CLEC Rate Amd
Eschelon – UT – CDS-000106-0272

Other than the publicly filed Agreement and its Amendments, Qwest and CLEC have no agreement or understanding, written or oral, relating to the terms and conditions for CLEC's purchase of CLEC-to-CLEC Cross Connections in the State of Utah.

The Parties intending to be legally bound have executed this Amendment as of the dates set forth below, in multiple counterparts, each of which is deemed an original, but all of which shall constitute one and the same instrument.

Eschelon Telecom of Utah, Inc.

Qwest Corporation

Signature

Signature

Name Printed/Typed

L. T. Christensen

Name Printed/Typed

Title

Director-Interconnection Agreements

Title

Date

Date